

MAR 3 1976 -2 05 PM

INTERSTATE COMMERCE COMMISSION
Supplement to the Mortgage and to the Assignment of Leases

North American Car Corporation, a Delaware corporation (the "Company") does hereby pledge, mortgage, and grant a security interest unto Pioneer Trust and Savings Bank (the "Bank") in and to the railroad cars described in the Schedule attached hereto.

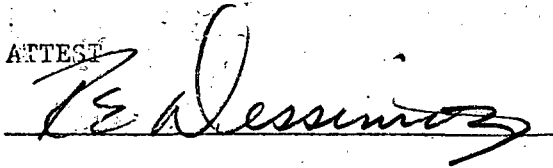
The Company hereby assigns to the Bank all its right, title, and interest in, to and under the Leases described in the Schedule attached hereto, pursuant to and subject to the terms and conditions of the Assignment of Leases referred to above:

The Company hereby certifies that it has complied with all the terms and conditions of said Assignment of Leases, and that all representations and warranties contained in said Assignment are true and correct as of the date hereof.

This Supplemental Mortgage and Assignment of Leases is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated August 28, 1975 among the Company and the Bank and filed under Section 20(c) of the Interstate Commerce Act on September 3, 1975 at 12:00 p.m. as Document Numbers 8039 and 8039-A.

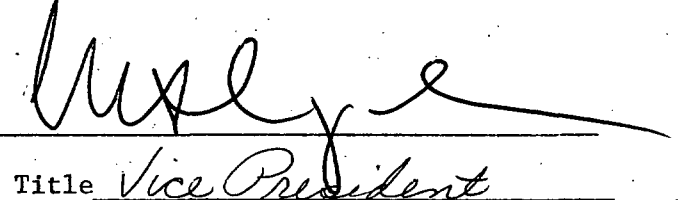
(CORPORATE SEAL)

ATTEST



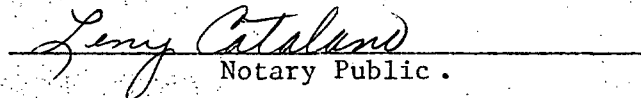
NORTH AMERICAN CAR CORPORATION

By


Title Vice President

STATE OF ILLINOIS)
COUNTY OF COOK) ss.:

On this 18th day of February 1976, before me personally appeared Martin A. Lynch, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board or Directors, and he acknowledged that the execution of the foregoing was the free act and deed of said Corporation.



Notary Public.

(SEAL)

My commission expires June 30 1979

AVAILABLE CARS

Description	Serial Numbers	Per Car Values at June 30, 1975			Lessee	Years	Termination Date
		Cost	Net Book	AAR			
50 Ton, 11,000 gal. Tank Car.	14993	\$ 7,933	\$ 1,293	\$ 5,546	Allied Chemical	5	11/79
	14997	8,039	1,254	5,620	NOT LEASED		
	14999	8,039	1,254	5,620	Apco	5	12/78
	15130	7,283	1,178	5,091	Sun Oil	3	7/77
	15140	5,200	970	3,635	Q Pak Inc.	1	5/76
	15144	5,202	970	3,636	Honeywell Inc.	3	5/77
	15148	7,689	1,219	5,375	Apco	5	12/78
	15162	7,970	1,247	5,571	Olin Chemical	2	5/76
	15171	7,970	1,247	5,571	Monsanto Co.	3	7/73
	15177	7,970	1,247	5,571	Arizona Chemical	3	5/74
	15187	7,562	1,206	5,286	Apco	5	12/78
	15194	8,291	1,279	5,796	Pennwalt Chem.	5	2/77
	15197	7,970	1,247	5,571	Henry H. Cross Co.	3	5/77
	15300	8,456	1,561	5,851	NOT LEASED		
	15301	8,457	1,561	5,852	American Cyanamid	5	1/77
	15305	8,457	1,561	5,852	Union Camp	3	2/77
	15309	8,853	1,614	6,126	Allied Chemical	5	11/79
	15310	9,506	1,701	6,576	U.S. Steel Corp.	3	9/76
	15315	8,387	1,552	5,803	NOT LEASED		
	15317	8,334	1,545	5,767	Allied Chemical	5	11/79
	15318	9,461	1,695	6,547	Tenneco Chemical	3	7/76
	15322	6,094	1,246	4,217	Honeywell Inc.	3	5/77
	15324	9,506	1,701	6,516	NOT LEASED		
		<u>\$182,629</u>	<u>\$31,348</u>	<u>\$127,056</u>			